

FEC
FORM 1

STATEMENT OF
ORGANIZATION

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OPERATIONS CENTER

2006 FEB 27 P 2:00

Office Use Only

1. NAME OF
COMMITTEE (in full)

☐

(Check if name
is changed)

Example: If typing, type
over the lines.

12FE4M5

Boehringer Ingelheim Corporation Political Action Committee

ADDRESS (number and street)

1201 Pennsylvania Avenue, N.W.

☐

(Check if address
is changed)

Suite 315

Washington

D C

20004

CITY ▲

STATE ▲

ZIP CODE ▲

COMMITTEE'S E-MAIL ADDRESS

bseipp@rdg.boehringer-ingelheim.com

COMMITTEE'S WEB PAGE ADDRESS (URL)

COMMITTEE'S FAX NUMBER

-

2. DATE

02 / 16 / 2006

3. FEC IDENTIFICATION NUMBER ►

C

4. IS THIS STATEMENT

☒

NEW (N)

OR

☐

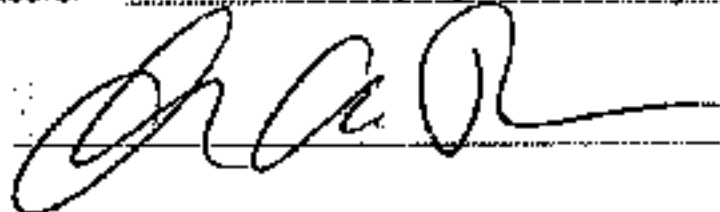
AMENDED (A)

I certify that I have examined this Statement and to the best of my knowledge and belief it is true, correct and complete.

Type or Print Name of Treasurer

FRANK A. POMER

Signature of Treasurer



Date

02 / 16 / 2006

NOTE: Submission of false, erroneous, or incomplete information may subject the person signing this Statement to the penalties of 2 U.S.C. §437g.

ANY CHANGE IN INFORMATION SHOULD BE REPORTED WITHIN 10 DAYS.

Office
Use
Only

For further information contact:
Federal Election Commission
Toll Free 800-424-9530
Local 202-694-1100

FEC FORM 1
(Revised 02/2003)

5. TYPE OF COMMITTEE (Check One)

- (a) ☐ This committee is a principal campaign committee. (Complete the candidate information below.)
- (b) ☐ This committee is an authorized committee, and is NOT a principal campaign committee. (Complete the candidate information below.)

Name of Candidate

Candidate
Party AffiliationOffice
Sought:☐

House

☐

Senate

☐

President

State

District

- (c) ☐ This committee supports/opposes only one candidate, and is NOT an authorized committee.

Name of Candidate

- (d) ☐ This committee is a ☐ (National, State or subordinate) committee of the ☐ (Democratic, Republican, etc.) Party.

- (e) ☒ This committee is a separate segregated fund.

- (f) ☐ This committee supports/opposes more than one Federal candidate, and is NOT a separate segregated fund or party committee.

6. Name of Any Connected Organization or Affiliated Committee

Boehringer Ingelheim Corporation

Mailing Address

900 Ridgebury Road

Ridgefield

CT

06877

CITY ▲

STATE ▲

ZIP CODE ▲

Relationship

Type of Connected Organization:

☐

Corporation

☒

Corporation w/o Capital Stock

☐

Labor Organization

☐

Membership Organization

☐

Trade Association

☐

Cooperative

Write or Type Committee Name

7. **Custodian of Records:** Identify by name, address (phone number -- optional) and position of the person in possession of committee books and records.

Full Name Dorota Biernat

Mailing Address 900 Ridgebury Road
Ridgefield CT 06877 -

Title or Position ▼ CITY ▲ STATE ▲ ZIP CODE ▲

Controller Telephone number 203 - 791 - 6152

8. **Treasurer:** List the name and address (phone number -- optional) of the treasurer of the committee; and the name and address of any designated agent (e.g., assistant treasurer).

Full Name of Treasurer Frank Pomer

Mailing Address 900 Ridgebury Road
Ridgefield CT 06877 -

Title or Position ▼ CITY ▲ STATE ▲ ZIP CODE ▲

Vice President Tax Telephone number 203 - 798 - 5683

Full Name of Designated Agent Dorota Biernat

Mailing Address 900 Ridgebury Road
Ridgefield CT 06877 -

Title or Position ▼ CITY ▲ STATE ▲ ZIP CODE ▲

Controller Telephone number 203 - 791 - 6152

9. **Banks or Other Depositories:** List all banks or other depositories in which the committee deposits funds, holds accounts, rents safety deposit boxes or maintains funds.

Name of Bank, Depository, etc.

Deutsche Bank Trust Company Americas

Mailing Address

60 Wall Street

New York

N Y

10005

CITY ▲

STATE ▲

ZIP CODE ▲

Name of Bank, Depository, etc.

Mailing Address

CITY ▲

STATE ▲

ZIP CODE ▲

**BYLAWS
OF
BOEHRINGER INGELHEIM CORPORATION
POLITICAL ACTION COMMITTEE**

**ARTICLE I
NAME**

The name of this unincorporated separate segregated fund shall be the Boehringer Ingelheim Corporation ("BIC") Political Action Committee ("BIC PAC").

**ARTICLE II
PRINCIPAL OFFICE AND ADDRESS**

The Committee offices shall be located in Ridgefield, Connecticut and Washington, D.C. at the BIC offices at those locations.

**ARTICLE III
ORGANIZATION**

The Committee is established pursuant to the terms of the Federal Election Campaign Act ("FECA"), as amended, and as codified in 2 U.S.C. § 431 et seq. The Committee is a voluntary, non-profit, unincorporated, political membership association with perpetual existence. The Committee is a separate segregated fund associated with BIC and all BIC affiliates and subsidiaries. The Committee is not affiliated with any political party nor with any specific candidate for election, and may, within the limits of applicable law, do all things necessary or desirable for the attainment of its stated purpose.

**ARTICLE IV
PURPOSES**

Section 1. The Committee is dedicated to the protection, preservation and furtherance of the private enterprise system and the strengthening of American free institutions, and in particular, the protection and advancement of the researchers and manufacturers of a wide range of products which promote human and animal health and well-being. To support these objectives, the Committee will make financial contributions to candidates for federal and state office who have been supportive of issues important to the health care industry, who are

positioned on committees or within the leadership of Congress to impact upon such issues, and/or who represent districts or states where BIC and its affiliates and subsidiaries have facilities or a concentration of employees.

Section 2. The Committee is organized to promote good citizenship through the personal and financial participation of eligible employees and spouses of BIC and its affiliates and subsidiaries in the elective process at the federal and state government level, and to encourage these employees' participation in and understanding of the federal and state government process.

Section 3. The Committee will operate in strict accordance with all provisions of applicable laws and regulations and in a manner that reflects the highest standards of ethics and integrity.

ARTICLE V OFFICERS

Section 1. The Officers of the Committee shall be the Chairman, Treasurer, Secretary (comprising the "Executive Committee"), and At-Large members who shall be employees of BIC or BIC affiliates or subsidiaries and contributors to the Committee.

Section 2. The Executive Committee shall be:

Chairman: Ms. Kristen Morris, Vice President, Government Affairs and Public Policy.

Treasurer: Mr. Frank Pomer, Vice President, Tax

Secretary: Mr. Henry Menn, Executive Director, Government Affairs and Public Policy

The At Large Officers shall be selected by the Executive Committee. The At-Large Officers will include, but not be limited to, a representative from each of the Legal, Communications and Finance Departments, and a representative from BIP1, BVL/RLI, BIRI, BICI, and BIVI.

Section 3. The Chairman, Treasurer and Secretary shall serve terms of three (3) years. The At Large Officers shall serve a minimum term of one (1) year, and the terms of the At Large Officers may be extended without limitation by the Executive Committee Officers for up to three (3) years. The initial slate of At Large Officers shall be appointed by class to ensure a staggered term of office.

Section 4. Any vacancies of any Officers will be filled by a majority vote of all Officers.

Section 5. The Officers shall meet periodically to consider issues relating to the management of the Committee, including, but not limited to:

- (a) determining how funds shall be distributed; and
- (b) determining which employees will be solicited and the manner in which lawful solicitation methods will be utilized.

Section 6. The Officers shall have the authority to delegate from time to time, all, or any part of their responsibilities, to the Executive Committee or to any person or persons they may deem advisable.

ARTICLE VI TREASURER

Section 1. The specific duties of the Treasurer shall include, but are not necessarily limited to the following:

- (a) maintaining required records regarding contributions and expenditures and filing necessary reports with appropriate federal, state and local authorities;
- (b) establishing and maintaining bank accounts for the deposit of all contributions received;
- (c) maintaining a detailed account of all contributions, the name and mailing address of every person making a contribution and all expenditures made by or on behalf of the Committee; and
- (d) disbursing funds as directed by the Officers.

Section 2. If the Treasurer is unable to perform such duties, the Assistant Treasurer, selected by the Treasurer, shall assume the duties of the Treasurer. The Treasurer also may delegate to the Assistant Treasurer, on a discretionary basis, all duties of the Treasurer.

Section 3. Notwithstanding any other provision contained herein, the level of contributions made by individuals to the Committee shall be kept confidential by the Treasurer and Assistant Treasurer, unless the level of contribution is required to be disclosed under applicable laws and regulations.

Section 4. The Treasurer shall maintain for the inspection of all BIC employees contributing to the Committee the following:

- (a) a copy of the Bylaws of the Committee; and
- (b) a copy of all reports filed with the Federal Election Commission for the calendar year in which the contribution is made.

Contributors include those who have made or pledged a contribution during the calendar year in which the request for document disclosure is made.

ARTICLE VII CONTRIBUTIONS TO THE COMMITTEE

Section 1. No contributions to the Committee shall be accepted if earmarked for any political committee or candidate.

Section 2. No contribution to the Committee will be accepted from individuals who are not citizens or permanent legal residents of the United States.

Section 3. Contributions to the Committee shall be voluntary and no direct or indirect pressure or coercion shall be exerted on any person to induce or compel a contribution.

Section 4. The Committee may solicit contributions only from BIC employees and employees of BIC affiliates and subsidiaries who qualify as "executive and administrative personnel" as defined under the FECA and attendant federal regulations, and the spouses of such employees. Executive and administrative personnel are limited to salaried employees who have policymaking, managerial, professional or supervisory responsibilities.

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Section 5. Contributions which exceed the limits set by applicable law will not be accepted. The Treasurer or Assistant Treasurer shall return to the appropriate donor any contribution which exceeds the limit or is otherwise prohibited.

Section 6. The connected organization to the Committee is BIC. The administration, establishment and solicitation expenses of the Committee may be paid by BIC in accordance with federal law and regulations.

Section 7. Committee funds shall not be commingled with those of any individual or other organization.

ARTICLE VIII CONTRIBUTIONS BY THE COMMITTEE

Section 1. The Committee may make contributions to candidates for seats in the United States House of Representatives and Senate and for the state elective office. The Committee may also make contributions to political committees established by federal candidates and national party committees.

Section 2. The Officers shall, in their discretion, determine how funds shall be distributed. Notwithstanding this discretionary authority, the Officers shall, on a bipartisan basis, consider whether the proposed recipient is a candidate that meets the criteria established in Article IV.

ARTICLE IX AMENDMENTS

These Bylaws may be amended, repealed or altered, in whole or in part, by a majority vote of the Officers.

ARTICLE X DISSOLUTION

Section 1. The Committee may be dissolved by a super majority (2/3) vote of the Officers.

Section 2. In the case of dissolution, the Treasurer shall return undistributed funds to the contributors who are readily identifiable. Prior to dissolution of the Committee, funds may be disbursed by the Committee in accordance with these Bylaws.

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Federal Election Commission
ENVELOPE REPLACEMENT PAGE FOR INCOMING DOCUMENTS
The FEC added this page to the end of this filing to indicate how it was received.

☒ Hand Delivered Date of Receipt
2/27/06

☐ USPS First Class Mail Postmarked

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Delivery Confirmation™ or Signature Confirmation™ Label ☐

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☐ Postmark Illegible

☐ No Postmark

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Next Business Day Delivery ☐

☐ Received from House Records & Registration Office Date of Receipt

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St
PREPARER
(3/2005)

2/27/06
DATE PREPARED

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